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March 5, 2008

VIA ELECTRONIC MAIL

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MEMO ENDC. 3 SED 4/7/08

Approved, on consent.

SO ORDERED:

Hon. Andrew Jay Peck
 United States Magistrate Judge

Re: Louisiana Wholesale Drug Co., Inc. v. Sanofi-Aventis, et al.,
U.S.D.C. S.D.N.Y., Case No. 07 CV 7343 (HB)- Amendment to Stipulated
Protective Order to Govern Abbreviated New Drug Application Produced
by Third Party Kali Laboratories, Inc.

Dear Counsel:

The undersigned, counsel for Defendants sanofi-aventis us llc and Aventis Pharmaceuticals, Inc., counsel for Plaintiff Louisiana Wholesale Drug Co., Inc., and counsel for third party Kali Laboratories, Inc. hereby agree that paragraph 5 of the Stipulated Protective Order entered by Judge Harold Baer, Jr. on November 5, 2007, is amended as follows:

With respect to Kali's Abbreviated New Drug Application ("ANDA") and correspondence with the FDA regarding the ANDA to be produced by Kali Laboratories, paragraph 5 of the Stipulated Protective Order shall be deleted and shall be replaced with the following paragraph:

1. Information designated as HIGHLY CONFIDENTIAL may be disclosed by the receiving party only to the following persons:

a. outside counsel representing a named party in the Action, including all paralegal assistants, stenographic and clerical employees working under the supervision of such

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counsel, as well as court reporters, interpreters, translators, copy services and database/coding services retained by counsel.

b. any expert as well as all assistants, stenographic and clerical employees working under the supervision of such expert who (i) is retained by any attorney described in paragraph 5(a) to assist in the Action, and (ii) is not a current employee of a party or a subsidiary or affiliate of a party;

c. (i) a person who prepared, received, reviewed, or otherwise had been provided access to the HIGHLY CONFIDENTIAL material prior to its production in the Action; (ii) a current employee of the Producing Party; or (iii) witnesses as to whom the examining counsel has a good faith belief that said witnesses have relevant information regarding the HIGHLY CONFIDENTIAL material that was not obtained in violation of this Protective Order, provided that such witness is not a current employee, consultant, or agent of a party to this Action, or of any other competitor of third party Kali Laboratories, Inc. or its affiliates, and such witness has complied with the procedures specified in paragraph 6; and

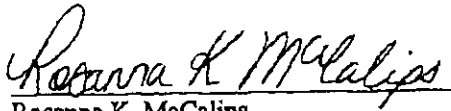
d. the Court. Submission of CONFIDENTIAL or HIGHLY CONFIDENTIAL information to the Court shall be made under seal if permission to do so is granted by the Court pursuant to paragraph 12 of this Order.

e. It is further provided that (i) a prospective class representative's inability to see or know of HIGHLY CONFIDENTIAL information will not be used as the basis for any class certification argument or challenge; (b) the foregoing shall not limit Plaintiff's Counsel's ability to discuss damages information or calculations with such class representative so long as Counsel do not reveal or disclose any HIGHLY CONFIDENTIAL information which was a basis or factor underlying such damages information or calculations; and (c) the foregoing does not limit Defendants' Counsel's ability to discuss alleged damages information or calculations with Defendants' General Counsel or any in-house counsel, so long as Defendants' Counsel do not reveal or disclose any HIGHLY CONFIDENTIAL information which was a basis or factor underlying such alleged damages information or calculations.

The undersigned further agree that documents produced by Kali Laboratories, Inc. will not be disclosed to any other party or third-party in this Action without their express assent to the changes to paragraph 5 listed above.

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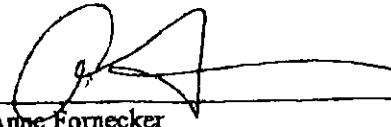
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TRANSCRIPTION:

MEMO ENDORSED 4/7/08

Approved, on consent.

Copy to: Judge Harold Baer, Jr.